

EXHIBIT 1

The Bylaws of the CUNY Board of Trustees
are updated as last amended by the Board of Trustees:

September 26, 2016

Board of Trustees Bylaws

ARTICLE I MEETINGS OF THE BOARD

SECTION 1.1. REGULAR MEETINGS.

- a. Regular meetings of the board of trustees shall be held in accordance with a schedule disseminated no later than August 1 of each year. Regular meetings shall be open to the general public.
- b. Notice of the hour, place, and agenda for each regular meeting shall be mailed to the usual address of every trustee of the board by the secretary at least seven days before the meeting. All regular meetings shall be held at such place and time as shall be determined by the chairperson or by the board.
- c. Public notice of the hour, place, and agenda of each regular meeting of the board shall be given at least seven days before the meeting to the respective colleges, to the news media, and to such educational and civic organizations as may request the same, as well as to any duly authorized collective negotiation representative. The agendas for such meetings shall be available electronically on the city university of New York website three days prior to the meeting.
- d. A summary of resolutions and board actions for each regular meeting shall be electronically available on the city university of New York website no later than seven days after the meeting. The approved minutes, attendance, voting record, and video record for each regular meeting shall be posted on the website no later than seven days following their approval by the board. Information posted on the city university of New York website regarding board of trustees' meetings shall remain on the site as archived data for a minimum of ten years.

SECTION 1.2. SPECIAL MEETINGS.

- a. The chairperson, the vice chairperson, or any five trustees acting by petition, may at any time call a special meeting of the board and fix the date, time, and place therefor. Special meetings shall be open to the general public.
- b. Notice of the date, hour, and place of every special meeting shall be by written or telephonic notice to each trustee from the secretary or the designee of the secretary at least twenty-four hours before the meeting.
- c. Public notice of the date, hour, and place of a special meeting scheduled at least one week prior thereto shall be given to the respective colleges, to the news media, and to such educational and civic organizations as may request the same, as well as to any duly authorized collective negotiation representative, at least seventy-two hours before such meeting. Such notice of a special meeting scheduled less than one week prior thereto shall be given, to the extent practicable, at a reasonable time prior thereto. The agenda for such special meetings shall be available electronically on the city university of New York website twenty-four hours prior to the special meeting.
- d. A summary of the resolutions and board actions for any special meeting shall be electronically available on the city university of New York website no later than seven days after the meeting. The approved minutes, attendance, voting record, and video record for each special meeting shall be posted on the website no later than seven days following their approval by the board.

SECTION 1.3. EXECUTIVE SESSIONS.

The board may conduct executive sessions, with attendance limited to members and invitees, as follows: Upon a vote taken at a regular or special meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, the board may conduct an executive session for the below enumerated purposes either forthwith or at a date, time, and place to be determined by the chairperson of which the board members shall be notified in advance unless such notice be waived in writing:

1. Matters which will imperil the public safety if disclosed;
2. Any matter which may disclose the identity of a law enforcement agent or informer;
3. Information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
4. Discussions regarding proposed, pending, or current litigation;
5. Collective negotiations pursuant to article fourteen of the civil service law;
6. The medical, financial, credit, or employment history of any person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline suspension, dismissal, or removal of any person;
7. The preparation, grading, or administration of examinations;
8. The proposed acquisition, sale, or lease of real property, but only when publicity would substantially affect the value of the property.

SECTION 1.4. MINUTES.

- a. Minutes shall be taken at all regular and special meetings of the board, which shall consist of a record or summary of all motions, proposals, resolutions, and any other matters formally voted upon, and the vote thereon.
- b. Minutes shall be taken at executive sessions of any action that is taken by formal vote which shall consist of a record or summary of the final determination of such action, and the date and vote thereon; provided, however, that such summary shall not include any matter which is not required to be made public by the freedom of information law of the State of New York.
- c. Minutes of executive sessions shall be made available for inspection and copying within one week from the date of the executive session.

SECTION 1.5. QUORUM OF THE BOARD.

Nine trustees of the board shall constitute a quorum.

SECTION 1.6. PRESIDING OFFICER.

If the chairperson does not attend a meeting at which a quorum is present, the vice chairperson may call the meeting to order and preside. In the event that neither the chairperson nor the vice chairperson will be present, the chairperson shall designate another trustee to call the meeting to order and preside.

SECTION 1.7. ORDER OF BUSINESS.

The calendar of the board shall be prepared in such form as the board may determine from time to time. The order of business may be determined by resolution of the board.

SECTION 1.8. PARLIAMENTARY PROCEDURE.

Except as herein otherwise specifically provided, the board shall be governed in its procedure by parliamentary rules and usage as set forth in the most recent edition of Robert's Rules of Order.

SECTION 1.9. PUBLIC HEARINGS.

- a. The board shall schedule public hearings on the adoption of its expense budget, capital budget, and master plan. The board in the exercise of its judgment may schedule such other hearings as it may determine.
- b. The board shall hold a public hearing on the agenda of a regular meeting no less than three days before the meeting. Upon notification received by the secretary one day in advance of the hearing, persons will be permitted to speak to items on the agenda and to submit written statements relating thereto. The chairperson, or the vice chairperson in the chairperson's absence, shall assign one or more board trustees to conduct such hearing. A substantive summary of written statements received at such hearings shall be distributed to the trustees of the board prior to the regular meeting.

SECTION 1.10. BOROUGH PUBLIC HEARINGS.

- a. The board shall hold at least one public hearing each year in each of the five boroughs of the city of New York to receive testimony and statements from concerned individuals about City University issues.
- b. The time, place, duration, and format of each hearing shall be determined by the board.
- c. Notice of the hearing shall be given by the chairperson of the board, not less than thirty days before each hearing, to all the trustees, to all presidents of educational units, to the chairpersons of faculty senate bodies of educational units, to all student government presidents of educational units, to the borough presidents, to the members of the city council, to the local community boards of the borough where the hearing is to be held, and to the news media. The notice shall contain the time, place, and date of the public hearing.
- d. At least three trustees shall attend each hearing.

ARTICLE II OFFICERS OF THE BOARD

SECTION 2.1. OFFICERS.

The officers of the board shall be the chairperson, the vice chairperson, the general counsel, and the secretary.

SECTION 2.2. TERM OF OFFICE.

- a. The term and manner of selection of the trustees of the board shall be as provided for in section 6204 of the education law.
- b. A chairperson and a vice chairperson shall be appointed and shall serve as provided for in section 6204(2)(d) of the education law.
- c. The general counsel and the secretary shall serve at the pleasure of the board.

SECTION 2.3. DUTIES OF THE CHAIRPERSON.

- a. The chairperson shall preside at all meetings of the board, shall be a member ex officio of all committees, and shall be entitled to vote at all meetings of the board and of all its committees. Unless otherwise provided herein or otherwise determined by the board, the chairperson shall name the members and designate the chairperson of all standing and special committees. The chairperson is hereby empowered to execute all documents, receipts, releases, or other instruments requiring the signature of an authorized representative of the board.
- b. By virtue of his/her office, the chairperson is the spokesperson through whom the board announces and publicizes board actions or decisions primarily within the board's statutory fields of governance and policy-making; and within those fields he/she has the principal (but not exclusive) responsibility for board communications and board dealings with the mayor of the city, the governor of the state, the executive department of the United States, legislators, and governmental departments of the city, state, and nation.
- c. In his/her capacity as chairperson he/she will receive and may answer communications addressed to the board or to himself/herself in his/her official capacity.
- d. Where a board committee has in hand matters connected with a governmental department, the committee's chairperson may, for the purposes of the committee, confer with such department, after first notifying the chairperson of the board of the circumstances.

SECTION 2.4. DUTIES OF THE VICE CHAIRPERSON.

The vice chairperson shall preside, in the absence of the chairperson of the board, at all meetings of the board; shall be a member ex officio of all standing committees of the board; and shall be entitled to vote at all meetings of all such standing committees unless the chairperson of the board be present and voting. If the position of chairperson of the board is vacant, the vice chairperson shall exercise all the duties of the chairperson.

SECTION 2.5. DUTIES OF THE GENERAL COUNSEL.

The general counsel shall direct a centralized legal office, with an appropriate staff under the general counsel's supervision, rendering legal services to the board and to the City University of New York. The general counsel shall report to the chairperson of the board and to the chancellor of the university. The general counsel and his/her designees are authorized to verify pleadings and to sign affidavits and other documents in connection with legal proceedings in which the board and its interests are involved. The general counsel is also authorized and empowered to execute all contracts and agreements on behalf of the board.

SECTION 2.6. DUTIES OF THE SECRETARY.

The secretary of the board shall prepare the agenda of all meetings of the board, attend the meetings thereof and prepare the minutes of such meetings. The secretary shall have charge of all board records, files, minutes, official documents, and the seal of the board. The secretary shall cause a copy of the minutes of each meeting of the board to be forwarded promptly to its members and shall certify the same as a true copy when necessary. The secretary shall notify appropriate agencies and persons of the board's actions and shall send notices of board and committee meetings to the members of the board; shall maintain a central calendar for meetings; and shall perform related duties assigned to him/her by the chairperson of the board. The secretary is authorized and empowered to sign communications, receipts, or other instruments requiring the signature of an authorized representative of the board, and to affix the seal of the board thereto, which documents reflect or effectuate prior action adopted or authorized by the board. In the event of the illness or absence of the secretary, the chairperson of the board is authorized to designate a member of the board's staff to serve as acting secretary of the board.

ARTICLE III COMMITTEES OF THE BOARD

SECTION 3.1. STANDING AND SPECIAL COMMITTEES.

- a. The board shall have standing committees on academic policy, programs and research, faculty staff and administration, fiscal affairs, facilities planning and management, and student affairs and special programs, as well as any other special committees and subcommittees that the board may establish by resolution. The membership of standing and special committees of the board shall be determined by the chairperson.
- b. The procedures for providing notice of the meetings of all standing and special committees and subcommittees, and for making the agenda, summary of resolutions and minutes for such meetings available on the city university of New York website, shall be the same as they are for regular board meetings.

SECTION 3.2. EXECUTIVE COMMITTEE.

- a. The board shall also have an executive committee, which shall consist of the chair of the board, the vice chair of the board, the chair of the committee on academic policy, program, and research, the chair of the committee on faculty, staff and administration, the chair of the committee on fiscal affairs, the chair of the committee on facilities planning, and management and the chair of the committee on student affairs and special programs. Four members shall constitute a quorum for the transaction of business.
- b. The executive committee may meet in intervals between meetings of the board and at such times that the chairperson of the board may convene it, upon the request of the chancellor or his/her designee. The agenda for any executive committee meeting must be made available electronically on the city university of New York website twenty-four hours in advance. The executive committee may take any actions that could have been taken by the board of trustees, except to grant degrees, to make removals from office or to amend these bylaws, upon the determination that it would be detrimental to the University to delay the advancement of the matter until the next regularly scheduled meeting of the Board of Trustees.
- c. Certification of such determination and all actions of the executive committee shall be reported to all members of the board no later than the next scheduled meeting. Notice of such actions shall also be placed on the agenda of the next scheduled meeting of the board.
- d. A summary of the resolutions for any executive committee meeting shall be electronically available on the city university of New York website no later than seven days after the meeting. The approved minutes, attendance, voting record, and video record for each executive meeting shall be posted on the website no later than seven days following their approval by the board.
- e. Notice of executive committee meetings shall be given in the same manner as it is given for special meetings of the board.

ARTICLE IV THE COUNCIL OF PRESIDENTS

SECTION 4.1. THE COUNCIL OF PRESIDENTS.

There shall be a council of presidents composed of the chancellor, as its permanent chairperson, the presidents, and such senior university staff as the chancellor may designate.

SECTION 4.2. FUNCTIONS OF THE COUNCIL OF PRESIDENTS.

To ensure unified and cooperative leadership in the city university, it shall be the function of the council:

- a. To advise the chancellor with respect to the formulation and periodic revision of a coordinated master plan for a system of public higher education for the city of New York and to indicate for each constituent institution its specific functions in this plan.
- b. To recommend to the chancellor procedures and policies that affect more than one of the constituent colleges.
- c. To recommend to the chancellor plans for the development of physical properties which will further the general educational program of the university.
- d. To advise the chancellor concerning the operating and capital budgets of the entire university system. The presidents are specifically charged with the administration of their respective institutions and in this capacity they are responsible directly to the chancellor and through the chancellor to the board.

ARTICLE V MISCELLANEOUS PROVISIONS

SECTION 5.1. AMENDMENTS TO BYLAWS.

An amendment to the bylaws may be adopted at any regular or special meeting of the board succeeding the regular or special meeting at which it was proposed. Copies of the proposed amendment must be mailed to each trustee of the board at least ten days before it is voted upon, together with a statement of the name of the introducer and of the meeting at which it is to be acted upon. Copies of the proposed amendments shall be delivered to the collective negotiation representative if required by a contract entered into with such representative. No proposed amendment shall be adopted except upon the affirmative vote of nine trustees of the board.

The above provision insofar as it requires that amendments to the bylaws be proposed at a meeting preceding the meeting at which a vote is taken may be waived by the unanimous consent of the trustees of the board present.

SECTION 5.2. WAIVER OF THE BYLAWS.

Any other provision of these bylaws may be waived for a particular purpose at any meeting of the board by the affirmative vote of nine trustees of the board.

ARTICLE VI INSTRUCTIONAL STAFF

SECTION 6.1. INSTRUCTIONAL STAFF.

The board hereby establishes the following instructional staff titles:

Chancellor
Chancellor emeritus
Executive vice chancellor
Chief operating officer
Senior vice chancellor
Vice chancellor
Associate vice chancellor
University provost
Secretary of the board
University administrator
University associate administrator
University assistant administrator
President
Dean of the City University School of Law
Dean of the Graduate School of Journalism
Dean of the Sophie Davis School of Biomedical Education
Senior vice president
Vice president
Assistant vice president
Senior university dean
University dean
University associate dean
University assistant dean
Dean
Associate dean
Assistant dean
Administrator
Associate administrator
Assistant administrator
Distinguished professor
University professor
Professor
Associate professor
Assistant professor
Research professor
Research associate professor
Research assistant professor
Einstein professor
Visiting distinguished professor
Clinical Professor
Distinguished lecturer
Distinguished lecturer – medical series
Distinguished lecturer – law school series
Medical professor (basic sciences)

Associate medical professor (basic sciences)
Assistant medical professor (basic sciences)
Medical lecturer
Adjunct medical professor (basic sciences)
Adjunct associate medical professor (basic sciences)
Adjunct assistant medical professor (basic sciences)
Adjunct medical lecturer
Medical professor (clinical)
Associate medical professor (clinical)
Assistant medical professor (clinical)
Adjunct medical professor (clinical)
Adjunct associate medical professor (clinical)
Adjunct assistant medical professor (clinical)
Law school distinguished professor
Law school university professor
Law school non-teaching adjunct
Law school professor
Law school associate professor
Law school assistant professor
Law school instructor
Law school library professor
Law school library associate professor
Law school library assistant professor
Law school adjunct professor
Law school adjunct associate professor
Law school adjunct assistant professor
Law school adjunct instructor
Law school lecturer
Visiting professor
Visiting associate professor
Visiting assistant professor
Adjunct professor
Adjunct associate professor
Adjunct assistant professor
Adjunct lecturer
Adjunct lecturer (doctoral student)
Lecturer (full-time)
Lecturer (part-time)
Visiting lecturer
Instructor
Instructor (nursing science)
Research associate
Research assistant
Graduate assistant (a-d)
Senior registrar
Associate registrar
Chief college laboratory technician
Adjunct chief college laboratory technician
Senior college laboratory technician
Adjunct senior college laboratory technician
College laboratory technician

Adjunct college laboratory technician
College physician
Higher education officer
Higher education associate
Higher education assistant
Assistant to higher education officer
Continuing education teacher
Non-teaching adjunct (I-V)
Non-teaching adjunct (doctoral student)
Affiliated professional
Professor of Military Science
Affiliated medical professor
Associate affiliated medical professor
Assistant affiliated medical professor
Affiliated medical lecturer
Affiliated medical teacher
Clinical professor—medical series
CLIP instructor
CUNY Start instructor

and in the Hunter College Elementary School and Hunter College High School

Principal
Chairperson of department
Assistant principal
Teacher
Assistant Teacher
Temporary teacher
Campus schools college laboratory technician
Campus schools senior college laboratory technician
Guidance counselor
Placement director
Education and vocational counselor
Librarian
Substitute teacher
Occasional per diem substitute teacher

and in the childhood centers

Teacher
Assistant teacher

And in the educational opportunity centers (EOC)

Educational opportunity center adjunct lecturer
Educational opportunity center adjunct college laboratory technician
Educational opportunity center college laboratory technician
Educational opportunity center higher education officer
Educational opportunity center higher education associate
Educational opportunity center higher education assistant
Educational opportunity center assistant to higher education officer

Educational opportunity center lecturer

*and in the School of Journalism and in the Executive MBA Programs of the Zicklin School of Business at Baruch College:

Professional programs adjunct professor
Professional programs adjunct associate professor
Professional programs adjunct assistant professor
Professional programs adjunct lecturer
Professional programs professor (H)
Professional programs associate professor (H)
Professional programs assistant professor (H)
Professional programs lecturer (H)
Professional programs Non-Teaching Adjunct 1
Professional programs Non-Teaching Adjunct 2
Professional programs Non-Teaching Adjunct 3

SECTION 6.2. PERMANENT INSTRUCTIONAL STAFF -TENURE.

The permanent instructional staff shall consist of those persons who have been granted tenure under any of the provisions enumerated in subds. a through e below.

- a. (1) Appointments before September 1, 2006 – A person employed before September 1, 2006 full-time on an annual salary in the title of professor, associate professor, assistant professor, medical professor (basic sciences), associate medical professor (basic sciences), assistant medical professor (basic sciences), medical professor (clinical), associate medical professor (clinical), assistant medical professor (clinical), law school professor, law school associate professor, law school assistant professor, law school library professor, law school library associate professor, law school library assistant professor, instructor (nursing science), senior registrar, registrar, associate registrar, assistant registrar, chief college laboratory technician, senior college laboratory technician, college laboratory technician, and in the hunter college high school and hunter college elementary school (but not in the early childhood center program), principal, chairperson of department, teacher, guidance counselor, and librarian, or in any grade or position which the board in its discretion may add hereto, who after serving on an annual salary in any of the above titles for five full years continuously, has been appointed or shall be appointed for a sixth full year, shall have tenure effective on the first day of September following his/her reappointment for the sixth full year.

(2) Appointments on or after September 1, 2006

- a) A person employed on or after September 1, 2006 full-time on an annual salary in the title of professor, associate professor, assistant professor, medical professor (basic sciences), associate medical professor (basic sciences), assistant medical professor (basic sciences), medical professor (clinical), associate medical professor (clinical), assistant medical professor (clinical), law school professor, law school associate professor, law school assistant professor, law school library professor, law school library associate professor, law school library assistant professor or in any grade or position which the board in its discretion may add hereto, who after serving on an annual salary in any of the above titles for seven full years continuously, has been appointed or shall be appointed for an eighth full year, shall have tenure effective on the first day of September following his/her reappointment for the eighth full year.

- b) A person employed on or after September 1, 2006 full-time on an annual salary in the title of chief college laboratory technician, senior college laboratory technician, college laboratory technician, and in the hunter college high school and hunter college elementary school (but not in the early childhood center program), chairperson of department, teacher, guidance counselor, librarian, campus schools college laboratory technician, and campus schools senior college laboratory technician, and in the educational opportunity centers, educational opportunity center college laboratory technician, or in any grade or position which the board in its discretion may add hereto, who after serving on an annual salary in any of the above titles for five full years continuously, has been appointed or shall be appointed for a sixth full year, shall have tenure effective on the first day of September following his/her reappointment for the sixth full year.
- b. A distinguished person of proven record appointed to the title of associate professor or the title of professor, who had tenure in another accredited institution of higher learning, may be appointed with immediate tenure by the board in its discretion.
- c. (1) Appointments before September 1, 2006 – A person appointed to the title of professor, associate professor, or assistant professor may be granted early tenure by the board in its discretion, under these bylaws, after not less than one nor more than five years of continuous satisfactory service on an annual salary basis, when such service is interrupted by the period of a fellowship deemed by the college valuable to it, when for a very substantial reason the college would be well served by such early grant of tenure or when the person has had tenure in another accredited institution of higher learning.
- (2) Appointments on or after September 1, 2006 – A person appointed to the title of professor, associate professor, or assistant professor may be granted early tenure by the board in its discretion, under these bylaws, after not less than one nor more than seven years of continuous satisfactory service on an annual salary basis, when such service is interrupted by the period of a fellowship deemed by the college valuable to it, when for a very substantial reason the college would be well served by such early grant of tenure or when the person has had tenure in another accredited institution of higher learning.
- d. A person who has attained tenure under the provisions of section 6.2 of these bylaws in an educational unit under the jurisdiction of the board of trustees, and who is subsequently appointed to a comparable position on an annual salary basis in another education unit under the jurisdiction of the board, shall retain his/her tenure.
- e. Where an appointee begins his/her service after September thirtieth the tenure period shall not begin until the succeeding September first, and when an appointment is made during the month of September, the appointment shall date as of September first of that year for the purposes of tenure.

SECTION 6.3. APPOINTMENTS WITHOUT TENURE.

Nothing contained in this article shall be construed as conferring or permitting tenure, or service credit toward the achievement of tenure, in any instructional staff position other than those listed in Section 6.2 above. However, appointment to any non-tenurable position, or removal therefrom, shall not deprive the person so appointed or removed of tenure in the highest position on the staff held with tenure prior to his/her appointment to such office, or conjointly with such office, nor shall such appointment or removal deprive any person of service credit toward the achievement of tenure under the provisions of this article.

SECTION 6.4. APPOINTMENTS TO THE INSTRUCTIONAL STAFF - NOTICES.

- a. All full-time appointments to the instructional staff, except as otherwise provided, shall be made by the board upon the recommendation of the chancellor.
- b. Except for the appointment of persons whose sole educational duties shall be administrative, all original appointments to the instructional staff shall be made to a department. All appointments shall be for one year or less except that the board may, in appropriate instances, make appointments for a period not exceeding two years.
- c. In the case of the appointment or removal of a chancellor, the affirmative vote of a majority of all members of the board shall be required.
- d. Each appointment, other than appointments in the executive compensation plan, shall terminate at the terminal date specified in the appointment. There shall be a university standard letter of appointment. The notice shall state specifically that the appointment is of a temporary nature; that it is subject to financial ability; shall give the terminal date of the appointment, and shall add that services beyond the period indicated in the notice of appointment are possible only if the board takes affirmative action to that effect.
- e. In the position of instructor, there shall be no more than four successive annual reappointments.
- f. Appointments and reappointments to a full-time position on the instructional staff shall be considered final when formally approved by the board.

SECTION 6.5. TRANSFERS, REASSIGNMENTS, PROMOTIONS.

- a. Neither tenure nor the period requisite for the achievement of tenure shall be affected by transfer within the city university or by promotion or change of title, except that a person upon whom tenure has been conferred and who may be transferred or promoted to any position in the city university, or whose title may be changed, shall have tenure in his/her new position, provided such position is on the permanent instructional staff, and further provided that the transfer does not involve a change from the administrative staff to the instructional staff.
- b. Nothing herein contained shall be construed to prevent the board from assigning any person having tenure to any appropriate position on the staff, but no such assignment shall carry with it a reduction in rank or a reduction in salary other than the elimination of any additional emolument provided for administrative positions.

ARTICLE VII ACADEMIC DUE PROCESS

SECTION 7.1. DISCIPLINARY PROCEDURE FOR INSTRUCTIONAL STAFF COVERED BY A COLLECTIVE BARGAINING AGREEMENT

All instructional staff members whose employment is governed by a collective bargaining agreement shall be subject to the disciplinary process set forth in that agreement.

SECTION 7.2. DISCIPLINARY PROCEDURE FOR INSTRUCTIONAL STAFF NOT COVERED BY A COLLECTIVE BARGAINING AGREEMENT

All instructional staff members other than members of the executive compensation plan who are not covered by any collective bargaining agreement, or who are represented by a union at such time that an expired collective bargaining agreement has not been continued by operation of law, shall be subject to disciplinary procedures established by chancellor or his/her designee, except that in cases involving the removal of tenured faculty, the procedures shall be those set forth in section 6212(9) of the education law.

ARTICLE VIII ORGANIZATION AND DUTIES OF THE FACULTY

SECTION 8.1. DEFINITION OF FACULTY RANK.

The presidents, vice presidents, deans, associate and assistant deans with underlying professorial appointments, and all persons who are employed full-time on an annual salary basis in titles on the permanent instructional staff, except college laboratory technicians, shall have faculty rank. All persons having faculty rank shall have the right to vote both in the faculty of which they are members and in their respective departments provided, however, that they have not received notice of non-reappointment, or submitted a resignation. A person with faculty rank who is retiring shall retain his/her voting rights during his/her last year of active service, except while on Travia leave. Members with faculty rank in the Hunter College High School and the Hunter College Elementary School shall be subject to the limitations in section 8.3. which refer to them.

SECTION 8.2. DEFINITION OF FACULTY STATUS.

Persons employed full-time in the titles of instructor, lecturer (full time), distinguished lecturer or clinical professor, shall have faculty status. All persons having faculty status shall have such voting rights as they are entitled, provided, however, that they have not received notice of non-reappointment, or submitted a resignation. A person with faculty status who is retiring shall retain his/her voting rights during his/her last year of active service, except while on Travia leave.

SECTION 8.3. THE FACULTY, EXCEPT IN THE GRADUATE SCHOOL.

The faculty (except in the graduate school) shall consist of all persons having faculty rank or faculty status and such other individual members of the instructional staff as the faculty may add based on their educational responsibilities except that members with faculty rank in the Hunter College High School and the Hunter College Elementary School shall have membership in the faculties of their respective schools, and shall have membership in the faculty of hunter college only if they have faculty rank or status concurrently in the faculty of hunter college.

SECTION 8.4. THE FACULTY OF THE GRADUATE SCHOOL.

The faculty of the graduate school shall include the president of the graduate school, the provost or vice president of academic affairs, vice presidents and deans of the graduate school with underlying faculty appointments, and the members of the faculty in each doctoral and master's program, as defined in the governance plan, and such other individual members of the instructional staff as the faculty may add because of their educational responsibilities.

SECTION 8.5. DUTIES OF FACULTY.

The faculty shall meet at least once in each semester, or oftener, upon call by the president or by petition of ten per cent of its members. The faculty shall be responsible, subject to guidelines, if any, as established by the board, for the formulation of policy relating to the admission and retention of students including health and scholarship standards therefor, student attendance including leaves of absence, curriculum, awarding of college credit, granting of degrees. It shall make its own bylaws, consistent with these bylaws, and conduct the educational affairs customarily cared for by a college faculty. The president shall preside at its meetings, or in his/her absence, the dean of faculty or a dean designated by the president.

SECTION 8.6. FACULTY/ACADEMIC COUNCILS.

Each college shall have a faculty or academic council, which shall be the primary body responsible for formulating policy on academic matters. The composition of a college's faculty or academic council shall be set forth in its governance plan approved by the board of trustees.

SECTION 8.7. COMMITTEE ON FACULTY PERSONNEL AND BUDGET.

- a. There shall be in each college a committee on faculty personnel and budget or equivalent committee. The chairperson of this committee shall be the president. The members of the committee may include the department chairs, the vice president of academic affairs and one or more deans designated by the president.
- b. This committee shall receive from the several departments all recommendations for annual appointments to full-time faculty titles, including annual appointments to the titles distinguished lecturer, clinical professor, lecturer and instructor as well as titles in the college laboratory technician series, reappointments thereto, with or without tenure, and promotions therein, together with compensation; it shall recommend action thereon to the president. The committee may also recommend to the president special salary increments. The president shall consider such recommendations in making his/her recommendations on such matters to the chancellor.
- c. Within the period prescribed by the chancellor, the president shall prepare the annual tentative budget and submit it to the committee for its recommendations. The committee shall make its recommendations within the period prescribed by the chancellor and submit them to the president. The president shall submit to the chancellor, within the period prescribed by the chancellor, such tentative annual budget, together with his/her comments and recommendations and any comments and recommendations of the committee.

SECTION 8.8. APPOINTMENTS AND PROMOTIONS IN THE GRADUATE SCHOOL.

- a. For faculty positions at the graduate school in a doctoral program, the appointment, reappointment, promotion, and tenure shall be processed in accordance with procedures in the graduate school's governance plan.
- b. The president, pursuant to his/her responsibility for conserving and enhancing the educational standards of the graduate school, may recommend an appointment to any professorial rank and upon such appointment may designate such person as executive officer for the program. Before recommending such original appointment or designation, the president shall confer with members of the program.

SECTION 8.9. PROCEDURE FOR COLLEGE COMMITTEES ON FACULTY PERSONNEL AND BUDGET OR THEIR EQUIVALENT.

Each college committee on faculty personnel and budget or its equivalent shall keep minutes of its proceedings conforming insofar as is practicable to the most recent edition of Robert's Rules of Order. The actions of the committee shall be by secret ballot and the results of the balloting shall be duly recorded in its minutes. All records of the proceedings with respect to a candidate shall be filed in the candidate's administration file, available only to the committees and individuals responsible for the

review and recommendation of appointments, reappointments, promotions, and tenure. It shall be the duty and responsibility of the president, or his/her designee, to communicate to the candidate the action of the committee but no reason shall be assigned for the action taken. The affirmative recommendation of the committee shall be submitted to the president. A negative recommendation of the committee shall be final unless an appeal filed by the employee is successful.

SECTION 8.10. UNIVERSITY FACULTY SENATE.

There shall be a university faculty senate, responsible, subject to the board, for the formulation of policy relating to the academic status, role, rights, and freedoms of the faculty, university level educational and instructional matters, and research and scholarly activities of university-wide import. The powers and duties of the university faculty senate shall not extend to areas or interests which fall exclusively within the domain of the faculty councils of the constituent units of the university. Consistent with the powers of the board in accordance with the education law and the bylaws of the board, the university faculty senate shall make its own bylaws providing for the election of its own officers, the establishment of its own rules and procedures for the election of senators, for its internal administration and for such other matters as is necessary for its continuing operations.

SECTION 8.11. COLLEGE GOVERNANCE PLANS.

The provisions in duly adopted college governance plans shall supersede any inconsistent provisions contained in this article.

ARTICLE IX ORGANIZATION AND DUTIES OF FACULTY DEPARTMENTS

SECTION 9.1. DEPARTMENT ORGANIZATION.

- a. Each department, subject to the approval of the faculty or faculty council, where existent, and subject to the provisions of other sections of these bylaws, shall have control of the educational policies of the department through the vote of all of its members who have faculty rank or faculty status; and if it may also choose to permit a vote on departmental matters by persons in visiting professorial titles and other members who have been appointed on an annual salary basis for a first or second year of full-time service. The right to vote for the election of department chairpersons and the departmental committee on personnel and budget, referred to in some colleges as the departmental committee on appointments, shall be reserved to those with faculty rank.
- b. The executive officer of the department shall be the department chairperson who shall be a professor, associate professor or assistant professor elected by secret ballot for a term of three years, except as provided below, by a majority vote of all the members of the instructional staff of the department who have faculty rank. Proxy or mail voting shall not be permitted. The department chairperson must be tenured or have been approved by the board for tenure at the time of his/her election, except in departments less than seven years old. Such elections shall be subject to the subsequent approval of the president and the board. The present system of staggered departmental elections shall be continued. The successors of department chairpersons shall be elected during the first full week in May at the expiration of the respective terms of office to take office as of July first of the year in which they are elected and at the three year intervals thereafter. Vacancies shall be filled by election for the unexpired term. Notwithstanding anything in the foregoing to the contrary, in the library department, the president of the college shall from time to time recommend a member of the department to the board for designation as chairperson.
- c. In any case where the president does not approve the election of a department chairperson, or at such other time as the interests of the college may require the removal of a chairperson and the appointment of a new one, he/she shall confer with the department and thereafter shall report to the board, through the chancellor any subsequent action by the department with respect thereto, together with his/her own recommendation for a chairperson. The recommendation by the president to the board, through the chancellor, for the designation of the department chairperson should take place only after careful consideration by the president of the qualifications of those selected by the respective departments. The president shall base his/her recommendation on the capacity of the individual selected to act effectively as the departmental administrator and spokesperson and as a participant in the formation, development, and interpretation of college-wide interest and policy.
- d. Where there are fewer than three tenured professors, associate professors, and assistant professors in a department, the president may, except where the department has been in existence for less than seven years, after consultation with the departmental faculty, recommend the appointment of a chairperson to the board from among the members of the department holding professorial rank. Where the department chairperson is recommended by the president pursuant to this subdivision, subdivision "c" of this section, or subdivision "a" of section 9.5, the chairperson need not be tenured.
- e. Each department shall operate as follows, unless the governance plan provides otherwise: There shall be in each department a department committee on personnel and budget, referred to in some colleges as a department committee on appointments, consisting of the department chairperson and where possible, of four other members who must have faculty rank. The number of members of faculty rank shall not affect provision for student membership, if a college governance plan so provides. Four of

the faculty members of the committee must be tenured, except if the department has fewer than four tenured faculty members. The department chairperson shall be the chairperson of the committee. The four faculty members shall be elected by a majority vote of those persons in the department having faculty rank. Election shall be held at the same time that the department chairperson is elected. A vacancy in the office of the chairperson prior to expiration of his/her term when such vacancy necessitates an election for a new chairperson shall not affect the term of the committee. A president may remove a member of the personnel and budget committee, for good cause, at the request of a majority of the members of such committee. Such request shall be in writing, and the member whose removal is sought shall have an opportunity to respond. If a member of the personnel and budget committee is removed by the President, an election shall be held to fill the vacancy.

In departments with fewer than four tenured faculty members, the president after consultation with the departmental faculty, shall appoint an ad hoc committee to make recommendations on appointments with tenure in lieu of a committee on appointments or a departmental committee on personnel and budget.

- f. There shall be a committee on personnel and budget for the Hunter College Elementary School and a committee on personnel and budget for the Hunter College High School. The committee in each school shall consist of the principal, as chairperson, a designee of the provost of hunter college, and three members of the instructional staff of the school who are tenured or will have tenure by the time of service, elected for a term of three years by members of the permanent instructional staff of the school. These committees shall have in each school, insofar as practicable, the same functions as are assigned by these bylaws to a departmental committee on personnel and budget in a college.
- g. Each department may name such other committees as it chooses and shall have the fullest measure of autonomy consistent with the maintenance of general educational policy.

SECTION 9.2. PROCEDURES FOR DEPARTMENT COMMITTEES.

Each department committee shall keep minutes of its proceedings conforming insofar as is practicable to the most recent edition of Robert's Rules of Order. It is the responsibility of the department chairperson, except as specified below, to circulate the minutes of each departmental committee to all members of the department.

The actions of the appropriate committee concerned with instructional staff appointments, reappointments, reappointments with tenure, and promotion shall be by secret ballot, and the result of the balloting shall be duly recorded in its minutes. All records of the proceedings with respect to a candidate shall be filed in the candidate's administration file, available only to the committees and individuals responsible for the review and recommendation of appointments, promotion, and tenure. It shall be the duty and responsibility of the department chairperson to communicate to the candidate the action of the committee, but no reason shall be assigned for the action taken. The affirmative recommendations of the committee shall be submitted by the department chairperson to the president and appropriate college committee on personnel and budget in accordance with procedures set forth in the bylaws of the board.

SECTION 9.3. DUTIES OF DEPARTMENT CHAIRPERSON.

- a. The department chairperson shall be the executive officer of his/her department and shall carry out the department's policies, as well as those of the faculty and the board which are related to it. He/she shall:

1. Be responsible for departmental records.
 2. Assign courses to and arrange programs of instructional staff members of the department.
 3. Initiate policy and action concerning the recruitment of faculty and other departmental affairs subject to the powers delegated by these bylaws to the staff of the department in regard to educational policy, and to the appropriate departmental committees in the matter of promotions and appointments.
 4. Represent the department before the faculty council or faculty senate, the faculty, and the board.
 5. Preside at meetings of the department.
 6. Be responsible for the work of the department's committee on appointments or the department's committee on personnel and budget which he/she chairs.
 7. Prepare the tentative departmental budget, subject to the approval by the department's committee on appointments or the department's committee on personnel and budget.
 8. Transmit the tentative departmental budget with his/her own recommendations to the president or the dean or provost as the president may designate.
 9. Arrange for careful observation and guidance of the department's instructional staff members.
 10. Make a full report to the president and to the college committee on faculty personnel and budget of the action taken by the department committee on personnel and budget or department committee on appointments when recommending an appointee for tenure on the following, as well as any other criteria set forth in university policies:
 - a. Teaching qualifications and classroom work.
 - b. Relationship of the appointee with his/her students and colleagues.
 - c. Appointee's professional and creative work.
 11. Hold an annual evaluation conference with every member of the department after observation and prepare a memorandum thereof.
 12. Generally supervise and administer the department.
- b. Each library, where size makes it practicable, shall constitute an instructional department of the college. The chairperson thereof shall be designated by the president. Such chairperson, in addition to the duties of department chairperson as enumerated in paragraph "a" of this section, shall be charged with the administration of the library facilities of his/her college and shall perform such other duties as the president may assign. Such chairperson is hereby authorized to use the additional title of "chief librarian."
 - c. Where student personnel services are constituted an instructional department of the college, the dean of students shall be the department chairperson.

SECTION 9.4. PROGRAM STRUCTURE IN THE GRADUATE SCHOOL AND UNIVERSITY CENTER.

- a. The faculty of each doctoral program shall meet at least once each year. A quorum shall consist of 25 people or 50% of the faculty, whichever is smaller. The faculty shall have overall responsibility for establishing policies for the program. It shall make recommendations to the graduate council with respect to curriculum, and to the president with respect to special program requirements for the admission and retention of students and for the granting of doctoral degrees, the awarding of university grants and fellowships, and any other matters affecting the welfare of the program. It shall be responsible for the policies governing the various qualifying examinations for the doctoral degree.
- b. Each doctoral program shall have an executive officer responsible for administering the affairs of the program in accordance with the policies established by the program faculty, the graduate council, and the board of trustees. The executive officer shall be appointed by the president for a term not exceeding three years taking into account nominations received from the faculty and students of the program. The executive officer may be reappointed. The executive officer is subject to removal by the president, prior to which the president shall confer with members of the program.
- c. There shall be established in each doctoral program an executive committee to be composed of at least five members. The structure and membership of each executive committee is to be determined by the program's faculty subject to approval by the president. It shall include at least one faculty member from each senior college substantially participating in the program ("substantially participating" shall be defined as having six members on the faculty of the program).

The executive committee shall have the authority for the operation of the program between the stated meetings of the program's faculty subject to the policies established by the faculty. It shall meet at least once a semester with the students matriculated in the program.

The executive officer shall serve as chairperson of the executive committee.

- d. The students of each doctoral program shall have responsibility through student representatives to the executive committee and the standing committees to make known their views on the policies of the program.

SECTION 9.5. APPOINTMENTS.

- a. Recommendations for full-time appointments in a department shall be initiated (1) by the department or (2) to a professorial title by the president pursuant to his/her responsibilities in accordance with section 11.4. of these bylaws. The president may recommend that such appointee be designated as department chairperson. Such recommendation by the president for appointment and designation as department chairperson may be made either at the time of election of department chairperson or at such other time as the educational interests of the college may require. Before recommending such appointment or designation, the president shall confer with the members of the department and with the college committee on faculty personnel and budget.
- b. All full-time appointments, reappointments, and reappointments with tenure to a department, except as above specified, shall be recommended to the college committee on faculty personnel and budget or its equivalent by the chairperson of the department after consultation with the president in accordance with the vote of the majority of the members of the department's committee on personnel and budget, save that a minority of any committee on appointments or departmental committee on

personnel and budget shall have power to submit a minority recommendation to the college committee on faculty personnel and budget.

SECTION 9.6. PROMOTIONS.

- a. Each college shall select one of the following plans for promotions:

PLAN NO. ONE. Promotions to the rank of associate professor shall be recommended only after an affirmative vote of a majority of all associate professors and professors in the department. In departments where every professorial rank is not represented, recommendations for promotion shall be initiated by the department personnel and budget committee. This plan shall not apply in the case of promotion to a professorship. No faculty member shall vote on his/her own promotion. A minority of any departmental committee on personnel and budget or any committee under this plan shall have the power to submit a minority recommendation to the college committee on faculty personnel and budget.

PLAN NO. TWO. All promotions to the rank of associate professor shall be recommended to the college committee on faculty personnel and budget by the chairperson of the department only after a majority affirmative vote of the departmental committee on personnel and budget; provided, however, that no member of such committee shall vote on his/her own promotion. This plan shall not apply in the case of promotion to a professorship.

- b. Promotion to the rank of professor shall be recommended by the faculty committee on personnel and budget only after an affirmative vote of a majority of all associate professors and professors on the committee.
- c. The president shall have the power to make an independent recommendation for promotion in any rank to the board, after consultation with the appropriate departmental committee and with the faculty committee on personnel and budget. In all instances no final action of departmental committees with regard to promotions shall be taken without consultation with the president.

SECTION 9.7. TIE VOTES.

A tie vote in a case affecting an appointment, a reappointment, or a promotion shall be considered as a failure of the motion to prevail. Tie votes in the election of a department chairperson or for representation on departmental committees on personnel and budget or committees on appointments or on the faculty council or faculty senate shall be resolved by action of the president.

SECTION 9.8. NEW COLLEGES OR NEW SCHOOLS.

Unless otherwise provided, the provisions of this article, insofar as they specify certain organizational duties and responsibilities of the instructional staff, shall not apply to a newly-created college or a newly-created school in a college until five years after its establishment unless the president, prior thereto, notifies the board of its desire to be governed by these bylaws. However, insofar as practicable, the spirit of these bylaws shall be observed in the organization and operation of such new college or school.

SECTION 9.9. COLLEGE GOVERNANCE PLANS.

The provisions in a duly adopted college governance plan shall supersede any inconsistent provisions contained in this article.